



State of California
Secretary of State

LP-5

File #

201603300012

Foreign Limited Partnership
Application for Registration

FILED
Secretary of State
State of California

JAN 28 2016

This Space For Filing Use Only

A \$70.00 filing fee AND a certificate of good standing by an authorized public official of the jurisdiction of formation must accompany this form.

IMPORTANT - Read instructions before completing this form.

Entity Name (See instructions for name requirements in the State of California.)

1. Name of Foreign Limited Partnership

BCP III AIV A, L.P.

2. Alternate Name (if the name in Item 1 does not comply with the requirements of California Corporations Code section 15901.08. See instructions.)

Entity Addresses

3a. Street Address of Principal Office City State Zip Code
909 Montgomery Street, Suite 400, San Francisco, CA 94133

3b. Mailing Address of Principal Office, if different from Item 3a City State Zip Code
909 Montgomery Street, Suite 400, San Francisco, CA 94133

4. Address of Office Required in the Jurisdiction of Formation, if any City State Zip Code

Date and Place of Organization

5. The foreign limited partnership was formed on 8 - 17 - 15 under the laws of Delaware
(MONTH) (DAY) (YEAR) (STATE OR COUNTRY)

Initial Agent for Service of Process in California (If the initial agent is an individual, the agent must reside in California and both Items 6 and 7 must be completed. If the initial agent is a corporation, the agent must have a certificate pursuant to California Corporations Code section 1505 on file and Item 6 must be completed (leave Item 7 blank).)

6. Name of Initial Agent for Service of Process

Corporation Service Company Which Will Do Business In California as CSC-Lawyers Incorporating Service

7. If an individual, Street Address of Initial Agent for Service of Process in CA City State Zip Code
CA

General Partners (Enter the names and addresses of all the general partners. Attach additional pages, if necessary. Attachments, if any, are incorporated herein by this reference and made part of this document.)

8a. Name Address City State Zip Code
Blum Strategic GP III, L.P., 909 Montgomery Street, Suite 400, San Francisco, CA 94133

8b. Name Address City State Zip Code
Blum Strategic GP III, L.L.C., 909 Montgomery Street, Suite 400, San Francisco, CA 94133

Foreign Limited Liability Limited Partnership

9. ☐ Check this box if the foreign limited partnership is a foreign limited liability limited partnership.

Execution (This document must be signed by at least one general partner of the foreign limited partnership. If additional signature space is necessary, the signatures may be made on an attachment to this document.)

10. I declare I am the person who executed this instrument, which execution is my act and deed. By signing this document I affirm under penalty of perjury that the stated facts are true.

Signature of General Partner

Richard Blum, Managing Member of Blum Strategic GP III, L.L.C., the General Partner of Blum Strategic GP III, L.P.

Type or Print Name of General Partner

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BCP III AIV A, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BCP III AIV A, L.P." WAS FORMED ON THE SEVENTEENTH DAY OF AUGUST, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



5804784 8300

SR# 20160455509

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature of Jeffrey W. Bullock in black ink, written over a horizontal line.

Jeffrey W. Bullock, Secretary of State

Authentication: 201744241

Date: 01-28-16

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